

EXHIBIT A



Human Resources, Payroll and Time & Attendance Software

P2K UPGRADE COST PROPOSAL

To



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1 Personality Cost Details

The following Cost Proposal details are based on the results of the Implementation Planning Session conducted May 7 – 9, 2002. Please refer to the Implementation Planning Session Report for details of the commitments on the part of High Line Corporation and the City of Sunnyvale.

We are prepared to commit to a not to exceed price contract, within the scope identified in the Implementation Planning Report, and the hours and costs proposed below. Any items not disclosed to High Line or documented in the planning Implementation Planning Report, are out of scope. We have included a contingency fund to address these types of items, if required.

1.1 Application Software Costs

There is a one-time upgrade fee of \$20,000. There are no additional charges for the application software to upgrade from the version of Personality you are using to P2K, for all modules covered under maintenance. This includes the conversion tools to extract employee masterfile and payroll history information from the Image database, as well as programs to import this information into the P2K relational database.

The City has decided that they require the ability to tailor the Time Entry Screen provided with P2K. The cost of this feature, when purchased individually is \$ 5,000.

In the future, if the City wishes to consider High Line's Web Self Service and Workflow modules, there is an additional fee of \$10,000 for each.

1.2 Implementation Costs

Following the approach determined during our Implementation Planning Meeting, the following details the costs involved to upgrade to the current version of Personality.

ITEM	SERVICE	COST
Software Installation and Technical Training	3 Days	\$ 3,000
Conversion Training and Mapping Assistance	Course + 2 Days	\$ 5,000
Conversion Mapping/Troubleshooting Assistance	5 Days	\$5,000
Discoverer Training and Set Up Assistance	5 Days	\$5,000
Foundation (formerly Record Keeping and Position Control combined)	Course	\$ 4,500
Payroll	Course	\$ 4,500



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Payroll Advanced	Course	\$ 4,500
Benefits	Course	\$ 4,500
Attendance	Course	\$ 4,500
On-Site Troubleshooting and Set Up Assistance	10 Weeks	\$45,000
Remote Technical Assistance for Go Live	6 Days	\$5,400
Remote Project Account Management and Problem Resolution (Weekly Review Sessions)		\$13,500
Total		\$104,400

1.3 Oracle Licenses

High Line can provide all of the Oracle software needed for your installation and for the ongoing use of P2K through Oracle Application Specific Licenses. Application Specific Licenses give you the right to use the Oracle software with the P2K application specifically and add to the application as necessary to suite your needs.

Oracle Database Server licenses can be purchased as either Standard Edition or Enterprise Edition. The P2K application only requires the Oracle Database Server - Standard Edition. Enterprise Edition licenses will be quoted upon request.

P2K can run in either Client/Server mode or Browser mode. Browser mode allows you to run the full application over the web. Browser mode requires the Oracle Internet Application Server - Enterprise Edition. The City has decided to deploy in Client/Server mode only.

Oracle licenses can be purchased on a Named User or a Processor basis. The Named User basis is most economical for up to 50 users. The Processor basis provides you with an unlimited license for a single processor.

One copy of the Oracle Internet Developer Suite is also required to run the Personality application.

We are not providing quotes on the Oracle Internet Developer Suite or Database, as it is our understanding that the City has sufficient licensing already. We will need the City to provide us with their CSI number when we install P2K.

DISCOVERER END USER REPORT WRITER

High Line recommends that **DISCOVERER**, Oracle's End User Reporting and Graphical Presentation Tool, be used for end user reporting. The Administration Layer and one Desktop Edition license is included in the Internet Developer Seat quoted above. Additional end user Desktop Edition licenses are **\$600** each. Annual maintenance is **\$250** for each end user supported. Both High Line and Oracle provide training on this tool.



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We are including the cost of 10 Discoverer Desktop Edition licenses in our costs, totaling **\$6,000** for the license and **\$2,500** for annual maintenance.

1.4 Custom Programming

During our Implementation Planning Session we reviewed the City of Sunnyvale's requirements and determined the features that will be implemented and the tasks that must be included during the implementation. We assigned responsibility for all tasks possible. There were a few items that we felt that the implementation team would have to make decisions on whether the standard features in P2K would address their requirements, and we have identified decision points on these in the implementation time line. The following are the items we identified as High Line's responsibility, and the estimated time and cost.

Item	Estimated Time	Estimated Cost
Custom Check/Direct Deposit Form (minor changes to standard program provided)	5 – 10 days	\$4,500 - \$9,000
MICR Cartridge (for 1 – 5 PC licenses)		\$850

There are several items that require decisions during the Implementation that may require additional programming, namely:

- a) Custom Time Entry Form
- b) G/L Interface File Tailoring
- c) A/P Interface File Tailoring
- d) CalPERS meets SUN requirements
- e) Handling of 'Most Charged OCA's' and 'Additives'
- f) Check Reconciliation approach

Based on this, High Line is recommending that the City set aside a custom programming fund of 160 hours of programming at a cost of \$18,000. The City will provide specifications to High Line for any custom programming required, and High Line will provide a quote based on the specifications. High Line will not proceed with any programming in excess of the amount budgeted, without the City's approval.

1.5 Additional Services

The standard rates for additional services are:

Resource	Standard Hourly Rate
Project Manager	\$150
Senior Consultant	\$125



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Technical Consultant	\$125
Consultant	\$112.50
Programmer/Analyst	\$112.50

1.6 Travel Estimates

High Line has agreed to cap the travel costs at \$15,000 for the services included in this proposal.



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2 Five Year Cost Summary

The following represents a five year cost summary, based on the information provided in Section 1 above.

Item	1 st Year	2 nd Year	3 rd Year	4 th Year	5 th Year	Total
One Time Costs						
Required Personality Modules	\$0	\$0	\$0	\$0	\$0	\$0
Personality Upgrade Fee	\$20,000	\$0	\$0	\$0	\$0	\$20,000
Personality Feature Software	\$5,000	\$0	\$0	\$0	\$0	\$5,000
Discoverer Licenses	\$6,000	\$0	\$0	\$0	\$0	\$6,000
Custom Programming	\$9,850	\$0	\$0	\$0	\$0	\$9,850
Implementation Costs	\$104,400	\$0	\$0	\$0	\$0	\$104,400
Travel Costs	\$15,000	\$0	\$0	\$0	\$0	\$15,000
Total One Time Costs	\$160,250	\$0	\$0	\$0	\$0	\$160,250
Ongoing Costs						
Personality Maintenance ¹	\$13,970	\$14,669	\$15,403	\$16,173	\$16,982	\$77,197
Discoverer Maintenance ²	\$2,500	\$2,500	\$2,500	\$2,500	\$2,500	\$12,500
Total Ongoing Costs	\$16,470	\$17,169	\$17,903	\$18,673	\$19,482	\$89,697



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Additional Cost Considerations						
Custom Programming Contingency Fund	\$18,000	\$0	\$0	\$0	\$0	\$18,000
Grand Total	\$194,720	\$17,169	\$17,903	\$18,673	\$19,482	\$267,947

¹ We have used a 5% increase factor as an estimate of the annual increase in maintenance fees. High Line commits that annual maintenance fee increases will not exceed 5% or the CPI, whichever is higher.

² This cost is determined by Oracle, and is not within our control.

All prices are quoted in U.S. dollars, and are valid for a period of 90 days.



3 Project Assumptions

1. The Implementation Plan Report details the commitments on the part of High Line Corporation and the City of Sunnyvale. Any items not disclosed to High Line or documented in the planning Implementation Planning Report, are out of scope.
2. The majority of the work on this project will be performed onsite at the City of Sunnyvale.
3. The City key executives leading the project will serve on a Project Steering Committee, which will meet once a month.
4. The City employees identified to fill the roles specified, or employees with similar skills and experience will be committed to the project as documented.
5. The City IS personnel will provide the necessary support to the Project Team including, but not limited to, network management, hardware installation management, security, DBA support and data backup and recovery.
6. The City will procure the software and hardware provided by vendors other than High Line directly from such parties. This is also true for the services related to the implementation of these products.
7. The working area for the Implementation Team will contain the required resources and comfort levels for them to satisfactorily meet time deadline and quality requirements. Examples of required resources include multiple phone lines, analog lines, private workstations, printers, whiteboard